

# **EXHIBIT A**

SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden  
hours per response: 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>LADDRQBERT</b>	2. Issuer Name and ticker or Trading Symbol <b>MOT!!:APITAL INVE TMENT IN!!:</b> <b>MGT]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President and CEO</b>
(Last) (First) (Middle) <b>C/O MGT CAPITAL INVESTMENTS, INC.</b> <b>500 MAMARONECK AVENUE, SUITE 204</b>	3. Date of Earliest Transaction (Month/Day/Year) <b>10/07/2015</b>	
(Street) <b>HARRISON NY 10528</b>	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(City) (State) (Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2.A. Deferred Execution Date, If any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/07/2015		A	200,000	373,603	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3.A. Deferred Execution Date, If any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

## Explanation of Responses:

1. These shares were provided as partial compensation for the Mr. Ladd's services as President and Chief Executive Officer of the Company, in accordance with an Amended and Restated Executive Employment Agreement.

2. Does not include 622,471 shares owned by Laddcap Value Partners III LLC ("Laddcap Value"). Mr. Ladd serves as Managing Member of Laddcap Value. Mr. Ladd, by virtue of his status as Managing Member of Laddcap Value may be deemed to beneficially own these securities held by Laddcap Value. Mr. Ladd hereby disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that he is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

/s/ Robert Ladd

10/09/2015

Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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PLAINTIFF'S  
EXHIBIT  
Ladd 16

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**FORM4**

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMBNumber:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person <b>LADDRQBERT</b>	2. Issuer Name <b>and</b> ticker or Trading Symbol <b><u>MOT!::APITAL INVE TMENT IN!:: [</u></b> <b><u>MGT]</u></b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President and CEO</b>
(Last) (First) (Middle) <b>C/O MGT CAPITAL INVESTMENTS, INC.</b> <b>500 MAMARONECK AVENUE, SUITE 204</b>	3. Date of Earliest Transaction (Month/Day/Year) <b>11/30/2015</b>	
(Street) <b>NEW YORK NY 10528</b>	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(City) (State) (Zip) 		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Defined Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price			
Common Stock	11/30/2015		S		100,000	D	\$0.15	273,603 <sup>(1)</sup>	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Defined Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

1. Does not include 622,471 shares owned by Laddcap Value Partner I LLC ("Laddcap Value"). Mr. Ladd serves as Managing Member of Laddcap Value. Mr. Ladd, by virtue of his status as Managing Member of Laddcap Value may be deemed to beneficially own the securities held by Laddcap Value. Mr. Ladd hereby disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that he is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

/s/ Robert Ladd

12/01/2015

""Signature of **Reporting Person**

Date \_\_\_\_\_

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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1. Name and Address of Reporting Person <b>LADDRBERT</b>			2. Issuer Name and ticker or Trading Symbol <b>MOT::CAPITAL INVESTMENT IN:: [MGT]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President, CEO, Interim CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/25/2016</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O MGT CAPITAL INVESTMENTS, INC. 500 MAMARONECK AVENUE, SUITE 320			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	HARRISON NY 10528							
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/25/2016		j(l)		465,171	D	\$0	157,300	I	REF(21)
Common Stock	05/25/2016		S		157,300	D	\$2.44	0	I	REF<2>
Common Stock	05/26/2016		A		300,000	A	(3)	573,603	D	
Common Stock	05/31/2016		S		33,603	D	\$2.53	540,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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				Code	V		Date Exercisable	Expiration Date					

## Explanation of Responses:

1. Laddcap Valuemade a pro rata distribution for consideration of an aggregate of 465,171 shares of Common Stock of the Issuer to its limited partners on May 25, 2016.
2. Indirectly owned by Laddcap Value Partners III LLC ("Laddcap Value"). Mr. Ladd serves as Managing Member of Laddcap Value. Mr. Ladd, by virtue of his status as Managing Member of Laddcap Value may be deemed to beneficially own these securities held by Laddcap Value. Mr. Ladd hereby disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
3. The securities were acquired through a grant pursuant to MGT's Amended and Restated 2012 Stock Incentive Plan. The restricted stock vests over 24 months with 33% vesting on each of June 1, 2017, December 1, 2017 and June 1, 2018.

/s/ Robert Ladd

05/31/2016

- Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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